

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2990714

The Registrar of Companies for England and Wales hereby certifies that
TREADLINK LIMITED

—
having by special resolution changed its name, is now incorporated
under the name of
9 HOVE PLACE (HOVE) LIMITED

Given at Companies House, Cardiff, the 8th February 1995



C029907148

For the Registrar of Companies



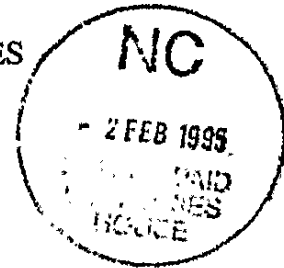
C O M P A N I E S H O U S E

HC006B

Company No. 2990714



THE COMPANIES ACTS 1985 TO 1989
PRIVATE COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
- OF -
TREADLINK LIMITED



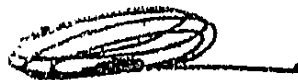
PASSED on the 31st January, 1995

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at the Registered Office of the Company on the above date the following SPECIAL RESOLUTION was passed :-

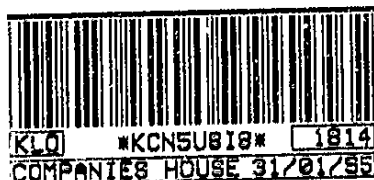
RESOLUTION

That with the consent of the Department of Trade the name of the Company be and is hereby changed to:-

9 HOVE PLACE (HOVE) LIMITED



signed on behalf of
SEVERNSIDE NOMINEES LIMITED
DIRECTOR



PRESENTED BY:-
SEVERNSIDE COMPANY SERVICES
COMPANY LAW AGENTS
193-195 CITY ROAD
LONDON EC1V 1JN
TEL: 071 490 2900
FAX: 071 490 2772